

RESOLUTION No 1/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021
on election of the Chairperson of the Meeting

The Ordinary General Meeting appoints **Mr. Jarosław Iwanicki** to be a Chairman of the Ordinary General Meeting.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.975.372 were in favor of the resolution, 0 were against and 0 abstained.

RESOLUTION No 2/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021
on adoption of the agenda

The Ordinary General Meeting approves the Agenda of the Ordinary General Meeting.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.975.372 were in favor of the resolution, 0 were against and 0 abstained..

RESOLUTION No 3/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021
on consideration and approval of the annual financial statements of Bank for the financial year ended December 31, 2020

Pursuant to Article 395 § 2 Item 1) of the Commercial Companies Code and § 9 Section 1 Item 1 of the Bank's Articles of Association, the Ordinary General Meeting of Bank Handlowy w Warszawie S.A., having considered the annual financial statements of Bank Handlowy w Warszawie S.A. for the financial year ended 31 December 2020, has resolved to approve the annual financial statements of Bank Handlowy w Warszawie S.A. for the financial year ended 31 December 2020 comprising:

- a) statement of financial position prepared as at 31 December 2020 showing a balance sheet total of PLN 60,632,397 thousand;
- b) income statement for the year 2020 showing a net profit of PLN 158,085 thousand;

- c) statement of comprehensive income for the year 2020 showing a total comprehensive income of PLN 491,502 thousand;
- d) statement of changes in equity for the year 2020 showing an equity balance of PLN 7,515,205 thousand;
- e) cash flow statement for the year 2020 showing a net cash balance of PLN 4,519,581 thousand;
- f) additional information and explanatory notes together with the independent auditor's report on the audit of the financial statements.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.967.340 were in favor of the resolution, 0 were against and 8.032 abstained.

RESOLUTION No 4/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021

on consideration and approval of the annual consolidated financial statements of the Capital Group of Bank for the financial year ended December 31, 2020

Pursuant to Article 395 § 5 of the Commercial Companies Code in conjunction with Article 55 Paragraph 5 and Article 53 Paragraph 1 of the Accounting Act of 29 September 1994, the Ordinary General Meeting of Bank Handlowy w Warszawie S.A., having considered the annual consolidated financial statements of the Capital Group of Bank Handlowy w Warszawie S.A. for the financial year ended 31 December 2020, has resolved to approve the annual consolidated financial statements of the Capital Group of Bank Handlowy w Warszawie S.A. for the financial year ended 31 December 2020, comprising:

- a) consolidated statement of financial position prepared as at 31 December 2020 showing a balance sheet total of PLN 60,941,538 thousand;
- b) consolidated income statement for the year 2020 showing a net profit of PLN 172,395 thousand;
- c) consolidated statement of comprehensive income for the year 2020 showing a total comprehensive income of PLN 506,312 thousand;
- d) consolidated statement of changes in equity for the year 2020 showing an equity balance of PLN 7,580,967 thousand;
- e) consolidated cash flow statement for the year 2020 showing a net cash balance of PLN 4,519,640 thousand;
- f) additional information and explanatory notes together with the independent auditor's report on the audit of the financial statements.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.967.340 were in favor of the resolution, 0 were against and 8.032 abstained.

RESOLUTION No 5/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021

on consideration and approval of the report on the activity of the Bank and the Capital Group of the Bank

Pursuant to Article 395 § 2 Item 1) and § 5 of the Commercial Companies Code and § 9 Section 1 Item 1 of the Bank's Articles of Association, the Ordinary General Meeting of Bank Handlowy w Warszawie S.A., after consideration has resolved to approve the Report on activities of the Capital Group of Bank Handlowy w Warszawie S.A. in the year 2020 including the Report on activities of Bank Handlowy w Warszawie S.A. and together with the Report on non-financial information of Bank Handlowy w Warszawie S.A. and the Capital Group of Bank Handlowy w Warszawie S.A. for the financial year ended 31 December 2020.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.967.340 were in favor of the resolution, 0 were against and 8.032 abstained.

RESOLUTION No 6/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021

on granting of approval of the performance by the member of the Bank's Management Board of duties in 2020

Pursuant to Art. 395 § 2 point 3) of the Commercial Companies Code and § 9, Section 1, Item 3 of the Bank's Articles of Association, the Ordinary General Meeting resolved to grant the approval of the performance of duties in 2020 by the President of the Management Board of the Bank Handlowy w Warszawie S.A. - Sławomir Stefan Sikora.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.967.340 were in favor of the resolution, 0 were against and 8.032 abstained.

RESOLUTION No 7/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021

on granting of approval of the performance by the member of the Bank's Management Board of duties in 2020

Pursuant to Art. 395 § 2 point 3) of the Commercial Companies Code and § 9, Section 1, Item 3 of the Bank's Articles of Association, the Ordinary General Meeting resolved to grant the approval of the

performance of duties in 2020 by the Vice President of the Management Board of the Bank Handlowy w Warszawie S.A. – Natalia Bożek.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.967.340 were in favor of the resolution, 0 were against and 8.032 abstained.

RESOLUTION No 8/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021

on granting of approval of the performance by the member of the Bank's Management Board of duties in 2020

Pursuant to Art. 395 § 2 point 3) of the Commercial Companies Code and § 9, Section 1, Item 3 of the Bank's Articles of Association, the Ordinary General Meeting resolved to grant the approval of the performance of duties in 2020 by the Vice President of the Management Board of the Bank Handlowy w Warszawie S.A. – Dennis Hussey.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.967.340 were in favor of the resolution, 0 were against and 8.032 abstained.

RESOLUTION No 9/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021

on granting of approval of the performance by the member of the Bank's Management Board of duties in 2020

Pursuant to Art. 395 § 2 point 3) of the Commercial Companies Code and § 9, Section 1, Item 3 of the Bank's Articles of Association, the Ordinary General Meeting resolved to grant the approval of the performance of duties in 2020 by the Vice President of the Management Board of the Bank Handlowy w Warszawie S.A. – Maciej Kropidłowski.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.967.340 were in favor of the resolution, 0 were against and 8.032 abstained.

RESOLUTION No 10/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna

of 17 June 2021
on granting of approval of the performance by the member of the Bank's Management Board
of duties in 2020

Pursuant to Art. 395 § 2 point 3) of the Commercial Companies Code and § 9, Section 1, Item 3 of the Bank's Articles of Association, the Ordinary General Meeting resolved to grant the approval of the performance of duties in 2020 by the Vice President of the Management Board of the Bank Handlowy w Warszawie S.A. – Barbara Sobala.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.967.340 were in favor of the resolution, 0 were against and 8.032 abstained.

RESOLUTION No 11/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021
on granting of approval of the performance by the member of the Bank's Management Board
of duties in 2020

Pursuant to Art. 395 § 2 point 3) of the Commercial Companies Code and § 9, Section 1, Item 3 of the Bank's Articles of Association, the Ordinary General Meeting resolved to grant the approval of the performance of duties in 2020 by the Vice President of the Management Board of the Bank Handlowy w Warszawie S.A. – James Foley.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.967.340 were in favor of the resolution, 0 were against and 8.032 abstained.

RESOLUTION No 12/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021
on granting of approval of the performance by the member of the Bank's Management Board
of duties in 2020

Pursuant to Art. 395 § 2 point 3) of the Commercial Companies Code and § 9, Section 1, Item 3 of the Bank's Articles of Association, the Ordinary General Meeting resolved to grant the approval of the performance of duties in 2020 by the Member of the Management Board of the Bank Handlowy w Warszawie S.A. – Katarzyna Majewska.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.967.340 were in favor of the resolution, 0 were against and 8.032 abstained.

RESOLUTION No 13/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021
on granting of approval of the performance by the member of the Bank's Management Board
of duties in 2020

Pursuant to Art. 395 § 2 point 3) of the Commercial Companies Code and § 9, Section 1, Item 3 of the Bank's Articles of Association, the Ordinary General Meeting resolved to grant the approval of the performance of duties in 2020 by the Vice President of the Management Board of the Bank Handlowy w Warszawie S.A. – David Mouillé.

In the voting on the above resolution, valid votes were cast from 105.975.371 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.371, 105.967.339 were in favor of the resolution, 0 were against and 8.032 abstained.

RESOLUTION No 14/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021
on consideration and approval of the Bank's Supervisory Board's report on its activity for the period from the date of the Bank's Ordinary General Meeting in 2020 to the date of the Bank's Ordinary General Meeting in 2021 containing: assessment of reports on activities and financial statements of the Bank and the Capital Group of the Bank in year 2020, assessment of the Management Board's motion on the distribution of the net profit for year 2020, reports and assessments as defined in approved for use by the Bank the Principles of Corporate Governance for Supervised Institutions and the Best Practice for GPW Listed Companies 2016, assessment of the functioning of the Remuneration Policy in the Bank as well as reports on remuneration of the Management Board members and members of the Supervisory Board of Bank Handlowy w Warszawie S.A. in the years 2019-2020

The Ordinary General Meeting:

- 1) resolved to approve the Bank Handlowy w Warszawie S.A. Supervisory Board's report on its activity for the period of time from the date of the Bank's Ordinary General Meeting in 2020 to the date of the Bank's Ordinary General Meeting in 2021 containing: assessment of reports on activities and financial statements of the Bank and its Capital Group in year 2020, assessment of the Management Board's motion on distribution of the net profit for year 2020, reports and assessments as defined in approved for use by the Bank the Principles of Corporate Governance for Supervised Institutions and the Best Practice for GPW Listed Companies 2016 and assessment of the functioning of the remuneration policy in the Bank as well as reports on remuneration of the Management Board members and members of the Supervisory Board of Bank Handlowy w Warszawie S.A. in the years 2019-2020,

- 2) based on an assessment as contained in the report of the Supervisory Board states that the established remuneration policy contributes to the development and security of the operations of the Bank.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.967.340 were in favor of the resolution, 0 were against and 8.032 abstained.

RESOLUTION No 15/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021
on opinion to the Supervisory Board's report on remuneration of the Management Board members and members of the Supervisory Board of Bank Handlowy w Warszawie S.A. in the years 2019-2020

Pursuant to Art. 395 § 2(1) of the Commercial Companies Code and article 90g section 6 of the Act of July 29, 2005 on public offering and the conditions for introducing financial instruments to an organized trading system and on public companies, the Ordinary General Meeting gives its positive opinion to the Supervisory Board's report on remuneration of the Management Board members and members of the Supervisory Board of Bank Handlowy w Warszawie S.A. in the years 2019-2020.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 104.155.592 were in favor of the resolution, 1.819.780 were against and 0 abstained.

RESOLUTION No 16/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021
on granting of approval of the performance by the member of the Bank's Supervisory Board of duties in 2020

Pursuant to Art. 395 § 2 point 3) of the Commercial Companies Code and § 9, Section 1, Item 3 of the Bank's Articles of Association, the Ordinary General Meeting resolved to grant the approval of the performance of duties in 2020 by the Chairman of the Supervisory Board of the Bank Handlowy w Warszawie S.A. - Andrzej Olechowski.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.567.778 were in favor of the resolution, 399.562 were against and 8.032 abstained.

RESOLUTION No 17/2021

**of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021**

**on granting of approval of the performance by the member of the Bank's Supervisory Board
of duties in 2020**

Pursuant to Art. 395 § 2 point 3) of the Commercial Companies Code and § 9, Section 1, Item 3 of the Bank's Articles of Association, the Ordinary General Meeting resolved to grant the approval of the performance of duties in 2020 by the Vice Chairman of the Supervisory Board of the Bank Handlowy w Warszawie S.A. - Frank Mannion.

In the voting on the above resolution, valid votes were cast from 105.975.371 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.371, 105.568.791 were in favor of the resolution, 398.548 were against and 8.032 abstained.

**RESOLUTION No 18/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021**

**on granting of approval of the performance by the member of the Bank's Supervisory Board
of duties in 2020**

Pursuant to Art. 395 § 2 point 3) of the Commercial Companies Code and § 9, Section 1, Item 3 of the Bank's Articles of Association, the Ordinary General Meeting resolved to grant the approval of the performance of duties in 2020 by the Member of the Supervisory Board of the Bank Handlowy w Warszawie S.A. – Kristine Braden.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.568.792 were in favor of the resolution, 398.548 were against and 8.032 abstained.

**RESOLUTION No 19/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021**

**on granting of approval of the performance by the member of the Bank's Supervisory Board
of duties in 2020**

Pursuant to Art. 395 § 2 point 3) of the Commercial Companies Code and § 9, Section 1, Item 3 of the Bank's Articles of Association, the Ordinary General Meeting resolved to grant the approval of the performance of duties in 2020 by the Member of the Supervisory Board of the Bank Handlowy w Warszawie S.A. – Igor Chalupec.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.568.792 were in favor of the resolution, 398.548 were against and 8.032 abstained.

RESOLUTION No 20/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021
on granting of approval of the performance by the member of the Bank's Supervisory Board
of duties in 2020

Pursuant to Art. 395 § 2 point 3) of the Commercial Companies Code and § 9, Section 1, Item 3 of the Bank's Articles of Association, the Ordinary General Meeting resolved to grant the approval of the performance of duties in 2020 by the Member of the Supervisory Board of the Bank Handlowy w Warszawie S.A. – Jenny Grey.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.567.778 were in favor of the resolution, 399.562 were against and 8.032 abstained.

RESOLUTION No 21/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021
on granting of approval of the performance by the member of the Bank's Supervisory Board
of duties in 2020

Pursuant to Art. 395 § 2 point 3) of the Commercial Companies Code and § 9, Section 1, Item 3 of the Bank's Articles of Association, the Ordinary General Meeting resolved to grant the approval of the performance of duties in 2020 by the Member of the Supervisory Board of the Bank Handlowy w Warszawie S.A. – Marek Kapuściński.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.568.792 were in favor of the resolution, 398.548 were against and 8.032 abstained.

RESOLUTION No 22/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021

on granting of approval of the performance by the member of the Bank's Supervisory Board of duties in 2020

Pursuant to Art. 395 § 2 point 3) of the Commercial Companies Code and § 9, Section 1, Item 3 of the Bank's Articles of Association, the Ordinary General Meeting resolved to grant the approval of the performance of duties in 2020 by the Member of the Supervisory Board of the Bank Handlowy w Warszawie S.A. – Gonzalo Luchetti.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.568.792 were in favor of the resolution, 398.548 were against and 8.032 abstained.

**RESOLUTION No 23/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021**

on granting of approval of the performance by the member of the Bank's Supervisory Board of duties in 2020

Pursuant to Art. 395 § 2 point 3) of the Commercial Companies Code and § 9, Section 1, Item 3 of the Bank's Articles of Association, the Ordinary General Meeting resolved to grant the approval of the performance of duties in 2020 by the Member of the Supervisory Board of the Bank Handlowy w Warszawie S.A. – Anna Rulkiewicz.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.568.792 were in favor of the resolution, 398.548 were against and 8.032 abstained.

**RESOLUTION No 24/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021**

on granting of approval of the performance by the member of the Bank's Supervisory Board of duties in 2020

Pursuant to Art. 395 § 2 point 3) of the Commercial Companies Code and § 9, Section 1, Item 3 of the Bank's Articles of Association, the Ordinary General Meeting resolved to grant the approval of the performance of duties in 2020 by the Member of the Supervisory Board of the Bank Handlowy w Warszawie S.A. – Barbara Smalska.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.568.792 were in favor of the resolution, 398.548 were against and 8.032 abstained.

RESOLUTION No 25/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021

**on granting of approval of the performance by the member of the Bank's Supervisory Board
of duties in 2020**

Pursuant to Art. 395 § 2 point 3) of the Commercial Companies Code and § 9, Section 1, Item 3 of the Bank's Articles of Association, the Ordinary General Meeting resolved to grant the approval of the performance of duties in 2020 by the Member of the Supervisory Board of the Bank Handlowy w Warszawie S.A. – Stanisław Sołtysiński.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.567.778 were in favor of the resolution, 399.562 were against and 8.032 abstained.

RESOLUTION No 26/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021

**on granting of approval of the performance by the member of the Bank's Supervisory Board
of duties in 2020**

Pursuant to Art. 395 § 2 point 3) of the Commercial Companies Code and § 9, Section 1, Item 3 of the Bank's Articles of Association, the Ordinary General Meeting resolved to grant the approval of the performance of duties in 2020 by the Member of the Supervisory Board of the Bank Handlowy w Warszawie S.A. – Zdenek Turek.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.567.778 were in favor of the resolution, 399.562 were against and 8.032 abstained.

RESOLUTION No 27/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021

**on granting of approval of the performance by the member of the Bank's Supervisory Board
of duties in 2020**

Pursuant to Art. 395 § 2 point 3) of the Commercial Companies Code and § 9, Section 1, Item 3 of the Bank's Articles of Association, the Ordinary General Meeting resolved to grant the approval of the

performance of duties in 2020 by the Member of the Supervisory Board of the Bank Handlowy w Warszawie S.A. – Stephen R. Volk.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.568.792 were in favor of the resolution, 398.548 were against and 8.032 abstained.

RESOLUTION No 28/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021
on granting of approval of the performance by the member of the Bank's Supervisory Board
of duties in 2020

Pursuant to Art. 395 § 2 point 3) of the Commercial Companies Code and § 9, Section 1, Item 3 of the Bank's Articles of Association, the Ordinary General Meeting resolved to grant the approval of the performance of duties in 2020 by the Member of the Supervisory Board of the Bank Handlowy w Warszawie S.A. - Shirish Apte.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.568.792 were in favor of the resolution, 398.548 were against and 8.032 abstained.

RESOLUTION No. 29/2021
of the Ordinary General Meeting
of Bank Handlowy w Warszawie Spółka Akcyjna
on 17 June 2021
concerning the distribution of the net profit for the year 2020

Pursuant to Art. 395 § 2 Item 2) of the Commercial Companies Code and § 9 Section 1 Item 2 of the Bank's Articles of Association, taking into consideration recommendations of Financial Supervision Authority on dividend policy, the Ordinary General Meeting of Bank Handlowy w Warszawie S.A. has resolved as follows:

- I. To distribute the net profit for the year 2020 of PLN 158,085,123.29 as follows:
 - 1) Dividend for shareholders PLN 156,791,520.00, which means that the dividend per share amounts to PLN 1.20; and
 - 2) Allocation to the reserve capital PLN 1,293,603.29.Distribution of the Bank's net profit for 2020, as described in this point I, is conditional on obtaining the consent of the Polish Financial Supervision Authority for such distribution (**Whole Profit Distribution Condition**) by September 10, 2021 (inclusive).
- II. Should the Whole Profit Distribution Condition fail to be fulfilled, the net profit for 2020 shall be distributed as follows:

- 1) Dividend for shareholders PLN 117,593,640.00, which means that the dividend per share amounts to PLN 0.90; and
- 2) leave PLN 40,491,483.29 as undivided.

Distribution of the Bank's net profit for 2020, as described in this point II, is conditional on obtaining the consent of the Polish Financial Supervision Authority for such distribution (**75% Profit Distribution Condition**) by September 10, 2021 (inclusive).

III. Should the 75% Profit Distribution Condition fail to be fulfilled, the net profit for 2020 shall be distributed as follows:

- 1) Dividend for shareholders PLN 78,395,760.00, which means that the dividend per share amounts to PLN 0.60; and
- 2) leave PLN 79,689,363.29 as undivided.

Distribution of the Bank's net profit for 2020, as described in this point III, is conditional on obtaining the consent of the Polish Financial Supervision Authority for such distribution (**50% Profit Distribution Condition**) by September 10, 2021 (inclusive).

IV. Should the 50% Profit Distribution Condition fail to be fulfilled, the net profit for 2020 shall remain undivided.

V. Should one of the Profit Distribution Conditions fulfil, to set the date for determining the right to the dividend for September 15, 2021 (the dividend day) and to set the date of payment of the dividend for September 22, 2021 (the dividend payment date).

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 104.078.062 were in favor of the resolution, 120.195 were against and 1.777.115 abstained.

RESOLUTION No. 30/2021
of the Ordinary General Meeting
of Bank Handlowy w Warszawie Spółka Akcyjna
on 17 June 2021
concerning the distribution of the undivided net profit for the year 2019

Pursuant to Art. 395 § 2 Item 2) of the Commercial Companies Code and § 9 Section 1 Item 2, and § 30 Section 1 of the Bank's Articles of Association, taking into consideration recommendations of Financial Supervision Authority on dividend policy, the Ordinary General Meeting of Bank Handlowy w Warszawie S.A. has resolved as follows:

- I. To distribute the undivided net profit for the year 2019 of PLN 478,802,436.53 as follows:
 - 1) Dividend for shareholders PLN 478,214,136.00, which means that the dividend per share amounts to PLN 3.66; and
 - 2) Allocation to the reserve capital PLN 588,300.53.

Distribution of the Bank's net profit for 2019, as described in this point I, is conditional on obtaining the consent of the Polish Financial Supervision Authority for such distribution (**Whole Profit Distribution Condition**) by September 10, 2021 (inclusive).

II. Should the Whole Profit Distribution Condition fail to be fulfilled, the net profit for 2019 shall be distributed as follows:

- 1) Dividend for shareholders PLN 358,007,304.00, which means that the dividend per share amounts to PLN 2.74; and
- 2) leave PLN 120,795,132.53 as undivided.

Distribution of the Bank's net profit for 2019, as described in this point II, is conditional on obtaining the consent of the Polish Financial Supervision Authority for such distribution (**75% Profit Distribution Condition**) by September 10, 2021 (inclusive).

III. Should the 75% Profit Distribution Condition fail to be fulfilled, the net profit for 2019 shall be distributed as follows:

- 1) Dividend for shareholders PLN 239,107,068.00, which means that the dividend per share amounts to PLN 1.83; and
- 2) leave PLN 239,695,368.53 as undivided.

Distribution of the Bank's net profit for 2019, as described in this point III, is conditional on obtaining the consent of the Polish Financial Supervision Authority for such distribution (**50% Profit Distribution Condition**) by September 10, 2021 (inclusive).

IV. Should the 50% Profit Distribution Condition fail to be fulfilled, the net profit for 2019 shall remain undivided.

V. Should one of the Profit Distribution Conditions fulfil, to set the date for determining the right to the dividend for September 15, 2021 (the dividend day) and to set the date of payment of the dividend for September 22, 2021 (the dividend payment date).

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 104.078.062 were in favor of the resolution, 120.195 were against and 1.777.115 abstained.

RESOLUTION No 31/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021
on determining the number of members of the Supervisory Board of the Bank

§ 1

The Ordinary General Meeting of the Bank acting pursuant to § 14 section 2 of the Bank's Articles of Association, determines the number of the Bank's Supervisory Board to be maximum 8 persons.

§ 2

The Resolution no 6 of the Extraordinary General Meeting of the Bank Handlowy w Warszawie Spółka Akcyjna as of 5 December 2006 is hereby repealed.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 104.015.918 were in favor of the resolution, 1.814.643 were against and 144.811 abstained.

RESOLUTION No 32/2021
of the Ordinary General Meeting

**of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021**

on appointment of a member of the Bank's Supervisory Board for the new term of office

The Ordinary General Meeting of the Bank acting pursuant to Art. 22aa of the Banking Law Act and the Policy for the assessment of the Supervisory Board Members in Bank Handlowy w Warszawie S.A. as well as taking into account the preliminary assessment of qualifications and recommendations on appointment, issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank concludes that **Ms. Kristine Braden** satisfies the requirements referred to in Art. 22aa of the Banking Law Act,

as well as concludes that **Ms. Kristine Braden** has collective qualifications appropriate to ensure the correctness of the performance of tasks by the Supervisory Board of the Bank

therefore, acting on the basis of § 9 section 2.7 in conjunction with § 14 section 1 of the Bank's Articles of Association, the Ordinary General Meeting of the Bank appoints, as of 18 June 2021, **Ms. Kristine Braden** as a member of the Supervisory Board of the Bank for a common term of office of three years.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 104.014.904 were in favor of the resolution, 1.815.657 were against and 144.811 abstained.

RESOLUTION No 33/2021

of the Ordinary General Meeting

of the Bank Handlowy w Warszawie Spółka Akcyjna

of 17 June 2021

on appointment of a member of the Bank's Supervisory Board for the new term of office

The Ordinary General Meeting of the Bank acting pursuant to Art. 22aa of the Banking Law Act and the Policy for the assessment of the Supervisory Board Members in Bank Handlowy w Warszawie S.A. as well as taking into account the preliminary assessment of qualifications and recommendations on appointment, issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank concludes that **Ms. Jenny Grey** satisfies the requirements referred to in Art. 22aa of the Banking Law Act,

as well as concludes that **Ms. Jenny Grey** has collective qualifications appropriate to ensure the correctness of the performance of tasks by the Supervisory Board of the Bank

therefore, acting on the basis of § 9 section 2.7 in conjunction with § 14 section 1 of the Bank's Articles of Association, the Ordinary General Meeting of the Bank appoints, as of 18 June 2021, **Ms. Jenny Grey** as a member of the Supervisory Board of the Bank for a common term of office of three years.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 104.014.904 were in favor of the resolution, 1.815.657 were against and 144.811 abstained.

RESOLUTION No 34/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021

on appointment of a member of the Bank's Supervisory Board for the new term of office

The Ordinary General Meeting of the Bank acting pursuant to Art. 22aa of the Banking Law Act and the Policy for the assessment of the Supervisory Board Members in Bank Handlowy w Warszawie S.A. as well as taking into account the preliminary assessment of qualifications and recommendations on appointment, issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank concludes that **Mr. Marek Kapuściński** satisfies the requirements referred to in Art. 22aa of the Banking Law Act,

as well as concludes that **Mr. Marek Kapuściński** has collective qualifications appropriate to ensure the correctness of the performance of tasks by the Supervisory Board of the Bank

therefore, acting on the basis of § 9 section 2.7 in conjunction with § 14 section 1 of the Bank's Articles of Association, the Ordinary General Meeting of the Bank appoints, as of 18 June 2021, **Mr. Marek Kapuściński** as a member of the Supervisory Board of the Bank for a common term of office of three years.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 104.014.904 were in favor of the resolution, 1.815.657 were against and 144.811 abstained.

RESOLUTION No 35/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021

on appointment of a member of the Bank's Supervisory Board for the new term of office

The Ordinary General Meeting of the Bank acting pursuant to Art. 22aa of the Banking Law Act and the Policy for the assessment of the Supervisory Board Members in Bank Handlowy w Warszawie S.A. as well as taking into account the preliminary assessment of qualifications and recommendations on appointment, issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank concludes that **Ms. Gonzalo Luchetti** satisfies the requirements referred to in Art. 22aa of the Banking Law Act,

as well as concludes that **Ms. Gonzalo Luchetti** has collective qualifications appropriate to ensure the correctness of the performance of tasks by the Supervisory Board of the Bank

therefore, acting on the basis of § 9 section 2.7 in conjunction with § 14 section 1 of the Bank's Articles of Association, the Ordinary General Meeting of the Bank appoints, as of 18 June 2021, **Ms. Gonzalo Luchetti** as a member of the Supervisory Board of the Bank for a common term of office of three years.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 104.014.904 were in favor of the resolution, 1.815.657 were against and 144.811 abstained.

RESOLUTION No 36/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021
on appointment of a member of the Bank's Supervisory Board for the new term of office

The Ordinary General Meeting of the Bank acting pursuant to Art. 22aa of the Banking Law Act and the Policy for the assessment of the Supervisory Board Members in Bank Handlowy w Warszawie S.A. as well as taking into account the preliminary assessment of qualifications and recommendations on appointment, issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank concludes that **Mr. Frank Mannion** satisfies the requirements referred to in Art. 22aa of the Banking Law Act,

as well as concludes that **Mr. Frank Mannion** has collective qualifications appropriate to ensure the correctness of the performance of tasks by the Supervisory Board of the Bank

therefore, acting on the basis of § 9 section 2.7 in conjunction with § 14 section 1 of the Bank's Articles of Association, the Ordinary General Meeting of the Bank appoints, as of 18 June 2021, **Mr. Frank Mannion** as a member of the Supervisory Board of the Bank for a common term of office of three years.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 104.014.904 were in favor of the resolution, 1.815.657 were against and 144.811 abstained.

RESOLUTION No 37/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021
on appointment of a member of the Bank's Supervisory Board for the new term of office

The Ordinary General Meeting of the Bank acting pursuant to Art. 22aa of the Banking Law Act and the Policy for the assessment of the Supervisory Board Members in Bank Handlowy w Warszawie S.A. as well as taking into account the preliminary assessment of qualifications and recommendations on appointment, issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank concludes that **Ms. Anna Rulkiewicz** satisfies the requirements referred to in Art. 22aa of the Banking Law Act,

as well as concludes that **Ms. Anna Rulkiewicz** has collective qualifications appropriate to ensure the correctness of the performance of tasks by the Supervisory Board of the Bank

therefore, acting on the basis of § 9 section 2.7 in conjunction with § 14 section 1 of the Bank's Articles of Association, the Ordinary General Meeting of the Bank appoints, as of 18 June 2021, **Ms.**

Anna Rulkiewicz as a member of the Supervisory Board of the Bank for a common term of office of three years.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 104.014.904 were in favor of the resolution, 1.815.657 were against and 144.811 abstained.

RESOLUTION No 38/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021
on appointment of a member of the Bank's Supervisory Board for the new term of office

The Ordinary General Meeting of the Bank acting pursuant to Art. 22aa of the Banking Law Act and the Policy for the assessment of the Supervisory Board Members in Bank Handlowy w Warszawie S.A. as well as taking into account the preliminary assessment of qualifications and recommendations on appointment, issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank concludes that **Mr. Slawomir S. Sikora** satisfies the requirements referred to in Art. 22aa of the Banking Law Act,

as well as concludes that **Mr. Slawomir S. Sikora** has collective qualifications appropriate to ensure the correctness of the performance of tasks by the Supervisory Board of the Bank

therefore, acting on the basis of § 9 section 2.7 in conjunction with § 14 section 1 of the Bank's Articles of Association, the Ordinary General Meeting of the Bank appoints Mr./Ms., as of 18 June 2021, **Mr. Slawomir S. Sikora** as a member of the Supervisory Board of the Bank for a common term of office of three years.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 104.014.904 were in favor of the resolution, 1.815.657 were against and 144.811 abstained.

RESOLUTION No 39/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021
on appointment of a member of the Bank's Supervisory Board for the new term of office

The Ordinary General Meeting of the Bank acting pursuant to Art. 22aa of the Banking Law Act and the Policy for the assessment of the Supervisory Board Members in Bank Handlowy w Warszawie S.A. as well as taking into account the preliminary assessment of qualifications and recommendations on appointment, issued by the Nomination and Remuneration Committee of the Supervisory Board of the Bank concludes that **Ms. Barbara Smalska** satisfies the requirements referred to in Art. 22aa of the Banking Law Act,

as well as concludes that **Ms. Barbara Smalska** has collective qualifications appropriate to ensure the correctness of the performance of tasks by the Supervisory Board of the Bank

therefore, acting on the basis of § 9 section 2.7 in conjunction with § 14 section 1 of the Bank's Articles of Association, the Ordinary General Meeting of the Bank appoints Mr./Ms., as of 18 June 2021, **Ms. Barbara Smalska** as a member of the Supervisory Board of the Bank for a common term of office of three years.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 104.014.904 were in favor of the resolution, 1.815.657 were against and 144.811 abstained.

W głosowaniu nad powyższą uchwałą oddano ważne głosy z 105.975.372 akcji stanowiących 81,11 % kapitału zakładowego Banku. Na ogólną liczbę 105.975.372 ważnych głosów, oddano głosów „za” - 104.014.904, „przeciw” - 1.815.657 oraz „wstrzymujących się” - 144.811.

RESOLUTION No 40/2021
of the Ordinary General Meeting
of the Bank Handlowy w Warszawie Spółka Akcyjna
of 17 June 2021
on amendment to the Articles of Association of Bank Handlowy w Warszawie S.A.

§ 1

Acting pursuant to § 9 section 2 sub-section 2 of the Articles of Association of the Bank and Article 430 § 1 of the Commercial Companies Code, the Ordinary General Meeting of the Bank has resolved as follows:

1. § 16 section 2 of the Bank's Articles of Association shall now read as follows:
 2. *The Supervisory Board shall adopt its regulations, which shall in detail provide for its proceedings and inform the General Meeting of Shareholders of the adopted regulations.*
2. In § 18, in section 1 of the Articles of Association of the Bank new sub-sections 36)-43) shall be added as follows:
 - 36) *approving the general rules for introducing changes to the organizational structure adopted by the Management Board,*
 - 37) *approving the policy of identifying key functions in the Bank developed by the Management Board including the rules of appointment and dismissal of persons performing these functions,*
 - 38) *approving the ethical principles adopted by the Management Board, defining norms and ethical standards of conduct of members of bodies and employees of the Bank, as well as other persons through whom the Bank conducts its business,*
 - 39) *approving the conflict of interest management policy developed by the Management Board,*
 - 40) *approving the principles of remuneration in the Bank developed by the Management Board,*
 - 41) *approving the dividend policy of the Bank developed by the Management Board and specifying the conditions enabling the payment of dividends from the profit generated by the Bank within a specified period of time, taking into account the maintenance of capital at a level adequate to the risk incurred,*

- 42) *approving the risk culture principles developed by the Management Board, unless they are included in the risk management strategy, covering the whole Bank, based on a full understanding of the risk which the Bank is exposed to and the method of managing this risk, taking into account the adopted risk appetite,*
- 43) *approving a new product approval policy, developed by the Management Board, covering the development of new products, services and markets, and significant changes to the existing products, services and markets.*

§ 2

The Ordinary General Meeting of the Bank has resolved, based on Article 430 § 5 of the Code of Commercial Companies, to authorize the Supervisory Board of the Bank Handlowy w Warszawie S.A. to adopt a consolidated text of the Articles of Association of Bank Handlowy w Warszawie S.A. following the registration of the amendment referred to in paragraph 1 of the Resolution by the Court of Commercial Register.

§ 3

The Resolution shall be effective upon registration of the aforementioned amendment by the Court of Commercial Register. Pursuant to Article 34 point 2 of Act on Banking Law of 29 August 1997 the aforementioned amendment to the Articles of Association of the Bank Handlowy w Warszawie S.A. shall require the consent of the Financial Supervision Authority.

In the voting on the above resolution, valid votes were cast from 105.975.372 shares representing 81,11 % of the Bank's share capital. Out of the total valid votes of 105.975.372, 105.975.372 were in favor of the resolution, 0 were against and 0 abstained.